

and its subsidiary companies



#### TO THE SHAREHOLDERS:

Consolidated net profit for the six months ended June 30, 1972 was \$1,831,000 compared with \$2,499,000, which included \$1,875,000 gain on a special land sale, for the same period in 1971. Earnings were equal to 60¢ per share for the latest period calculated on the weighted average to December 31, 1972 of 3,057,000 shares. For the corresponding period in 1971 earnings were equal to \$1.06 a share, including 79¢ from the special land sale, based on 2,360,000 shares. As at June 30, 1972 the actual number of shares outstanding was 3,406,821, of which 934,114 shares were issued during the year on conversion of \$9,343,000 income debentures. Only \$333,800 5% convertible income debentures, or 3,4% of the amount originally issued, remain outstanding.

Notwithstanding the special land sale last year, total net income before taxes was slightly greater in 1972 because of substantially higher sales and gross profit from real estate operations.

Industrial sales and profits declined due to general market conditions and the write-off of all pre-operating expenses and start-up costs associated with the commencement of production in March, 1972 of the GNC Homes Division at Woodstock, Ontario.

R. H. McISAAC
On behalf of the Board of Directors

and its subsidiary companies

# CONSOLIDATED STATEMENT OF INCOME

for the six months ended June 30 (unaudited)	Thousands Of Dollars	
	1972 1971(1)	<u>)</u>
Revenue:		
Sales of land and houses	<b>\$ 7,946</b> \$ 4,079	9
Rentals from income-producing properties	<b>763</b> 513	8
Manufacturing and other	<b>7,536</b> 9,54	0
Leasing, interest and other income	<b>1,346</b> 1,38	9
Gross revenue	<b>17,591</b> 15,52	6
Expenses:		
Cost of land and houses sold	<b>4,044</b> 91	7
Operating cost of income-producing properties including interest of \$271,000 in 1972 (\$163,000 in 1971)	<b>654</b> 41	9
Manufacturing and other cost of sales	<b>5,520</b> 6,93	5
Selling and administrative	<b>3,631</b> 3,42	2
Interest:		
Long-term (including debt discount amortization)	<b>654</b> 74	9
Other	<b>242</b> 32	3
	<b>14,745</b> 12,76	5
Income before undernoted items	<b>2,846</b> 2,76	1
Income taxes	<b>1,630</b> 1,46	1
Income before extraordinary items	<b>1,216</b> 1,30	0
Extraordinary items—tax credits	<b>615</b> 1,19	9
Net income (note A)	<b>\$ 1,831</b> \$ 2,49	9
Depreciation, depletion and amortization included above	<b>\$ 445</b> \$ 33	39

<sup>(1) 1971</sup> restated to conform to the method of presenting the income from joint ventures adopted at December 31, 1971.

and its subsidiary companies

# CONSOLIDATED STATEMENT OF VARIATION IN CASH

for the six months ended June 30 (unaudited)	Thousands	Of Dollars
	1972	1971(2)
Sources of Cash:		
Operations	\$ 2,395	\$ 3,015
Increase in interim financing of income-producing properties	2,245	-
Increase (decrease) in long-term debt	999	( 804)
Increase in deferred income taxes	820	184
Increase (decrease) in accounts and income taxes payable /	766	(1,458)
Capital stock issued	20	126
	7,245	1,063
Applications of Cash:		
Investment in income-producing properties	2,611	28
Purchase of fixed assets	2,417	482
Increase in investment in land inventory and development costs	2,229	1,142
Increase (decrease) in manufacturing inventories	1,563	(541)
Increase in other investments	741	304
Increase (decrease) in notes, mortgages and sale agreements	719	( 447)
Increase in investment in joint ventures	425	2
Dividends	170	
Other	221	( 73)
	11,096	897
Decrease (increase) in bank indebtedness net of cash	(\$3,851)	\$ 166

<sup>(2)</sup> Restated to conform with 1972 presentation.

and its subsidiary companies

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

June 30, 1972	1972	1971
A. EARNINGS PER SHARE		
Basic earnings per issued common share (3)		
Before extraordinary items	\$ 0.45	\$ 0.55
After extraordinary items (4)	0.60	1.06
Fully diluted earnings per share (5)		
Before extraordinary items	0.40	0.45
After extraordinary items	0.58	0.78

- (3) Based on weighted average shares outstanding for the twelve months ended December 31, 1972.
- (4) If 1971 earnings per share of \$1.06 had been restated using the same number of shares outstanding as 1972 and based on a weighted average to December 31, 1972, 3,057,000 shares, the 1971 earnings would have been 84 cents a share.
- (5) The fully diluted figures reflect the income per share that would have existed if
  - (i) all the remaining 5% convertible income debentures had been converted into common shares at \$12.50 per share on January 1, 1972.
  - (ii) all the outstanding share purchase warrants of Home Smith International Limited had been exercised on January 1, 1972.
  - (iii) all stock options granted had been exercised on either January 1, 1972 or date of issue, if later.

#### B. CAPITAL STOCK

Capital stock issued for the six months ended June 30, 1972 consists of the following:	No. of Shares	Total Consideration
Shares issued at \$10.00 and \$12.50 each on conversion of \$9,343,000 5% convertible income debentures of the Company	934,114	\$9,343,000
Shares issued for cash at \$7.00 each on exercise of share purchase warrants of Home Smith International Limited	400	2,800
Shares issued for a consideration of \$6.16 each in exchange for shares of Home Smith International Limited on a basis of one common share of the Company for each two common shares of Home Smith International Limited	50	308
Shares issued under employee options @ \$6.86	2,500	17,150
	937,064	\$9,363,258
The Company has set aside 250,281 common shares for the following purposes:		
Conversion of 5% convertible income debentures of the Company	26,704	
Exercise of share purchase warrants of Home Smith International Limited	128,577	
Stock option plan	95,000	
	250.281	

#### PROGRESS REPORT

The following progress report deals with the activities of the Properties Group—one of the divisions of Great Northern Capital. Outlined here are some of the current projects which have been added to the portfolio within the last few months.

### DADE COUNTY, FLORIDA

Wherever there are people there are demands for service, housing, transportation and entertainment. This is especially true in the State of Florida and of Dade County, the largest in both population and size in the state and one of the fastest growing areas in the U.S.

It did not take Great Northern Capital Corporation and Delzotto Enterprises long to decide that a joint effort in Dade County would not only be advisable but profitable.

By 1983 a planned community will be completed on 1,050 choice Dade County acres just 16 miles from downtown Miami. It will include 12,000 units which will ultimately house more than 30,000 residents. To service this integrated community there will be a 35-acre shopping centre which will rival any in the state for beauty and range of stores.

Detailed investigation of Dade County has proven that the area is ideal for various multi- and single-family housing investments. Investments of this type have proven themselves in other areas of the state that offer far less than Dade County in the way of potential.

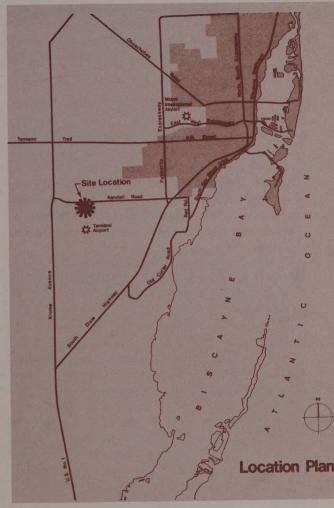
With an average influx of new residents to the state that averages 2,500 per week there will be an increasing demand for the type of housing that will be built on the property.

This demand will accelerate instead of diminish over the coming years because of the increasingly lower retirement ages and inflow of new industry.

The concept of a unified community for Dade County is ideal because of its location which is directly in the path of the current and projected population growth.

One problem that faces any project of Dade County's magnitude is transportation and access. Access to the property can be obtained directly by the existing and proposed arteries which connect to the West Dade and South Dade Expressway Systems. This, along with the new Tamiami Executive Airport adjacent to the southern part of the property brings into focus an ideal community catalyst—the industrial estate.

The industrial estates will bring an estimated 20 to 30 people per acre to the site and will result in a substantial



Dade County, Florida

increase in housing demands which will be met to a large degree by the Dade County project.

Great Northern Capital Corporation and Delzotto Enterprises are pleased and enthusiastic about being involved in such an ambitious and prestigious undertaking.

# LAVAL, QUEBEC

GNC is commencing the development of the most innovative community in the Montreal area on 305 acres of land in the Town of Laval, 20 minutes north of downtown Montreal.

These lands are bounded on two sides by existing golf courses, and their development will complete the prestigious residential community of Laval-sur-le-lac which is recognized as one of the most desirable locations in the Montreal market area.

Laval-sur-le-lac is strategically located halfway between the existing Dorval airport and the new international airport presently under construction at Ste. Scholastique. The Quebec Government is presently undertaking extensive new highway construction to improve both highway and rapid transit transportation between the two and downtown Montreal, which places Laval at the centre of development activities. In anticipation of this development activity, the Municipality recently completed sewer and water servicing for this area.

Ultimately, the total community will accommodate 8,000 residents and approximately 2,400 units. These will be of diversified type to serve all the aspects of the mediumpriced market and will comprise 408 single-family units, 770 Garden Court, 840 town and linked housing and 360 apartment units. Additionally, there will be 20 acres of commercial which will serve both the existing residents of Laval-sur-le-lac and the GNC community.

The master plan by GNC is designed to preserve the environment of this beautiful site and the housing will be clustered in order not to disturb the trees which will be incorporated into large parkways connecting the schools and community facilities and existing golf courses. A bicycle and pedestrian system is being located in these parkway areas, away from the vehicular circulation around the perimeter of the project.

Laval-sur-le-lac can offer to the first residents of this project existing marinas on the beautiful Lake of Two Mountains, both private and public golf courses, public curling club and tennis club.

GNC has incorporated in their planning of this attractive residential community a new commuter station on the existing rapid transit line passing through the property which whisks the businessman to downtown Montreal in half an hour, with peak hour service every 20 minutes.

All of the Municipal servicing is undertaken by the Municipality on a local improvement basis, and this work is now being commenced for the first stage of this project containing 40 acres which will begin in the spring of 1973 and is estimated for completion in 1979.

#### OTTAWA, ONTARIO

The City of Ottawa is considered to be one of the most beautiful capital cities in the world. It offers unparalleled scenery and attractions for all seasons. In winter there are the magnificent Laurentians, less than an hour away by car. When the skiing and winter sport's season is over there is the picturesque Ottawa Valley with its lakes and hills beckoning for summer fun just a short drive away by car.

Sensing the potential for growth Great Northern Capital Corporation Limited has undertaken three major projects in the Greater Ottawa area.

In the Queenswood Heights location, just east of Ottawa proper, 100 single-family homes in the \$27,000 to \$32,000 range are being erected.

Sheffield Glen, in the southeast section of Ottawa is the location for 185 single-family homes which will sell for \$29,000 to \$35,000 each.

Finally, in the Blair Road location a 126 townhouse condominium, complete with swimming pool, will play a major role in alleviating the constant demand for fine, economical housing.

The three new communities are a practical and living demonstration of the latest in modern homebuilding techniques—"factory-built" GNC Homes, designed to keep the cost of a single-family home within the reach of the average-income family, while, at the same time, providing better quality than the conventionally built home. A wide choice of design and faster erection time is offered.

The birth of the "factory-built home" is an outcropping of a way to beat the Canadian building season which is generally of short duration.

GNC's building process has moved indoors where progress is not subjected to the whims of weather and where quality workmanship is better supervised. The quality of products used is also more easily controlled. This includes kiln-dried lumber which has reduced complaints and irritations that sometimes develop as a result of warped floors or sagging ceilings.

The net savings realized from this technique are passed along to the purchaser and renting family.  $\Box$ 

# WIDDICOMBE HILL BOULEVARD, TORONTO, ONTARIO

Great Northern Capital's interest and connection with Etobicoke is as old as the company. In 1910 it acquired 3,000 acres in what is now the Borough of Etobicoke and has been developing the site ever since. By the spring of 1973 a 17-storey, 233-suite apartment building to be known as Huntingwood Place will be completed on part of the original tract adding a further development to this important GNC area of operations.

This first phase of the \$16.5 million project has many interesting innovations.



Adjacent to schools, shopping centres, churches, transportation and recreation, the units will be centred around the "client design" theme. The one, two and three bedroom units are all air-conditioned and colour-co-ordinated by interior decorators. There will be no bachelor apartments.

Each building will have an indoor swimming pool, with sliding glass doors that open to a terrace for summer use. Saunas and hobby rooms will also be integrated into each unit. Tenant convenience stores are also planned for the complex.

In keeping with GNC's philosophy of continual growth, this multi-phase project beginning with Huntingwood

Place will be a valued addition to the list of on-going revenue-producing properties.

# SHERWOOD EASTGATE SHOPPING CENTRE, SHERWOOD PARK, ALBERTA

Built around five acres of artificial lake the new 190,000 square foot, \$4 million, Sherwood Eastgate Shopping Centre, in Edmonton Alberta's Sherwood Park, opens August 15 and offers the residents the very finest in airconditioned mall shopping.

With 24 stores and 18,000 square feet of office space the Sherwood Eastgate Shopping Centre will provide for the

Artist's sketch showing Sherwood Park Eastgate Shopping Centre



shopping and commercial needs of an expected 35,000 residents by 1985. Conveniently adjacent to the Sherwood Park community of single-dwelling homes, the Centre has been designed with the young families in mind. A survey has shown that 50 per cent, or better, of all residents in communities such as Sherwood are teenagers or younger. Great Northern Capital Corporation has geared it to ideally suit the needs of the majority of the shoppers.

The interior will feature an attractive landscape design and access to the shopping centre is by the four-lane Sherwood Drive. Ample parking is also provided.

Sherwood Eastgate is the first stage of a planned shopping centre and high-density complex of 64 acres.

In keeping with the theme of "functional shopping", geared to the teenagers and children's needs, a 70,000 square foot Zeller's Junior Department Store and a 25,000 square foot Canada Safeway store are included in the initial complex.

# THE WESTMOUNT, EDMONTON, AI BERTA

Located at St. Albert Trail and 113 Avenue in Edmonton's west end "The Westmount" is the first high-rise apartment building in the area.

The \$2.5 million development, rises to 14 storeys and has 133 one, two and three-bedroom suites. It has everything to offer the prospective tenant including a prestige address.



Suites are larger than usual for high-rise apartments and range up to a luxurious and spacious 1,225 square foot, three-bedroom, bath-and-a-half apartment. Each apartment has a private balcony.

Many attractions are offered including an indoor heated swimming pool, saunas, air-conditioning throughout and colour-co-ordinated interiors.

With a completion date of October 1972 "The Westmount" has all the potential to become the "in" place for the greater Edmonton area.

Situated on a beautifully landscaped one and three-quarter acre site, the building not only blends in with the existing community but adds a touch of elegance to the surroundings. This blending into the community is in keeping with GNC's philosophy of maintaining its reputation for not only being an innovator but a good community citizen.

"The Westmount" is still another in GNC's long and impressive list of income-producing developments.

# SHERWOOD PARK, EDMONTON, ALBERTA

Great Northern Capital Corporation Limited is in the final phase of development of a 2,700-acre townsite which was begun in 1958.

Called Sherwood Park it is a new community of 6,000 single-dwelling homes which range in price from \$25,000 to \$38,000.

It takes its theme from the trend to totally integrate new communities, away from the city's core and aimed at the "young marrieds" with small families.

Sherwood Park is probably one of the most exciting communities because it borders on Canada's last frontier, and the vast untapped northland ranging from Edmonton to the Arctic Circle and beyond.

Sherwood Park, impressive as it is in its present state, is just the beginning of what will be an expansion involving an additional 2,500 acres immediately adjacent to the current townsite.

Success in home building and development is the exception rather than the rule in projects of such magnitude.

But GNC has been able to enjoy outstanding success mainly due to its unparalleled experience. GNC probably spends more time than any other developer in testing the market, surveying the needs of the home-buying public, analyzing past success and failures and incorporating all this data into useful guidelines for the future.

Sherwood Park will fill a need for years to come. Edmontonians, who desire to remain in the Greater Edmonton area but desire a move to newer, more vibrant surroundings, will choose Sherwood Park. The thousands of new residents to the area will settle on Sherwood Park as the place to sink their roots as they grow and prosper in this exciting and unlimited region of the Dominion.

### POINTE CLAIRE, QUEBEC

Long recognized as one of Montreal's prestige suburbs Pointe Claire has undergone a dramatic change in its professional community. In the near future yet another addition will begin taking shape in the form of a new 8-storey professional building opposite the Fairview Shopping Centre, at an intersection of the Trans-Canada Highway, adjacent to a 288-room Holiday Inn under construction by Commonwealth Holiday Inns of London, Optario.

An aftermath of the trend in the medical profession to relocate both their offices and hospitals in the suburbs has been the increase in the demand for functional, tastefully designed professional facilities. Coincidental with this shift to larger facilities has been the trend for doctors to reduce, or in some ways eliminate, house calls and replace them with patient visits to the office for consultation or treatment.

The changing patterns are not just peculiar to medicine. All professions such as legal, engineering and dentistry have revolutionized their patient/client attitudes and procedures.

Up to the present the majority of professional offices in the Pointe Claire area are either located in private homes, small buildings or over stores.

Sensing the need and immediate demand for suitable accommodation that would harmonize with the surround-

ings, GNC Corporation decided to develop this 8-storey office building at the southwest intersection of St. Johns Road and the Trans-Canada Highway in the City of Pointe Claire. The building will represent yet one more revenue-producing property in the GNC family.

# HOLIDAY INN HOTEL, ST. ROCH, QUEBEC CITY, P.Q.

The decision by GNC to develop a 250-room hotel in the St. Roch district of Quebec City was made following a detailed survey which revealed that Quebec City is one of the most progressive cities in the province and certainly one with an unlimited potential.

The hotel, which will be operated under a long-term lease by Commonwealth Holiday Inns of Canada, is an ideal example of being in the right place, at the right time with the right product.

Quebec City's economy has never been more buoyant, its tourist flow never more impressive and the need for a hotel such as the Holiday Inn, more immediate.

Quebec City is a city for all seasons. In the summer months the influx of tourists is mainly from the United States. In the winter they come from all points of North America and Europe to savour and enjoy the magnificent scenery and the famous "Winter Carnival".

Scheduled to open in the spring of 1974 the Holiday Inn will meet the hotel and convention demands of such industrial and commercial giants as Bell Canada, the Provincial Government and St. Malo Industrial Park which is located approximately one mile west of the site. St. Malo houses 131 industries spread over a 138-acre site.

There is a massive urban re-development program being undertaken by Quebec City with the assistance of the federal and provincial governments. It is having the effect of reversing the flow of business, shoppers and tourists from the suburban areas and back to the St. Roch area which was one of the prime centres of activity.

Holiday Inn Hotel, St. Roch, Quebec City is not only a major addition to the city's tourist industry, it is a prime addition to GNC's revenue-producing properties.

Artist's rendering, Holiday Inn Hotel

# THE GALLERIA SHOPPING CENTRE, TORONTO, ONTARIO

On August 15, 1972, The Galleria, a \$6.4 million enclosed plaza with Latin-style markets, will be officially opened. Located on a 12-acre site at the southwest corner of Dufferin and Dupont streets, this addition to the portfolio is a joint venture of GNC (56% interest), and Headway Corporation (44% interest).

There were many reasons for embarking on this development—a complete lack of new shopping facilities in the area; easy access for the "walk-in" trade; excellent public transportation facilities adjacent to the site, as well as highly-travelled main arteries.

New large-scale apartment projects nearby will represent significant increases in the consumer population.

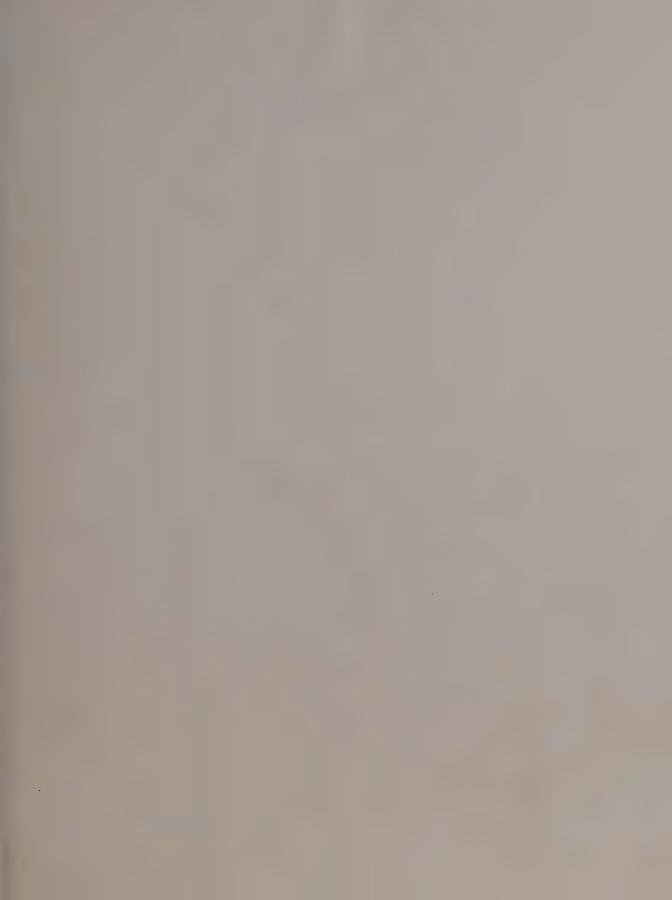
This is a densely populated section of the city with approximately 380,000 residents in the trade area. By 1981 the population is expected to reach 400,000.

There has been no difficulty in finding prime tenants, and the fact that 96% of the space has been pre-leased prior to opening justifies GNC's optimism in the development.

The Oshawa Group Limited have leased approximately 80% of the centre, and facilities include a department store, a supermarket, a drug store, a restaurant, and a meat and produce specialty store.

Some 27 shops will occupy the 193,000 square feet of space. There will be parking facilities for 700 cars to accommodate the many shoppers who will throng the aisles.







GREAT NORTHERN CAPITAL CORPORATION LIMITED

123 EDWARD STREET, TORONTO 101, CANADA • TELEPHONE (416) 361-1530

# FINANCIAL REPORT 1972

GREAT NORTHERN CAPITAL CORPORATION LIMITED

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#### GREAT NORTHERN CAPITAL CORPORATION LIMITED

Head Office:

14th Flr., 123 Edward Street, Toronto, Ontario M5G 1G5.

#### REPORT TO THE SHAREHOLDERS

The war was a second of the season

A significant event occurred during 1972 when the assets of your company reached one hundred million dollars.

Fully diluted earnings of \$1.25 per share is also particularly satisfying when it is realized that gross revenues and income before extraordinary items were maintained without the benefit of a special land sale as occurred in the first quarter of 1971, and with reductions in manufacturing operations.

Considerable progress toward our goal of a totally balanced, integrated and diversified real estate operation was accomplished as well, and, as part of that program, your Board of Directors decided that all our investments not directly related to real estate development would be sold and thereby provide single industry concentration by management. Negotiations to sell all assets and operations so classified were started before year end and this divestiture program is expected to be completed in the early months of 1973.

This will substantially reduce the structure and responsibilities of the Industrial Division and provide the opportunity of transferring certain other related operations to their care. All single-family and low-density lot sales, housing construction, and the concrete panel system are being added to their brick operations in Burlington and factory-built home production in Woodstock.

During 1972, three years of research and experimentation on the concrete panel system was completed with the construction of three prototype homes in Markham, Ontario. The final product and public acceptance of same resulted in the decision to proceed with panel construction facilities in Burlington that will be in full operation for the 1973 building season.

Another step taken in the overall plan was the establishment of a Realty Services Division to provide the technology and control for the efficient production and maintenance of our diversified real estate developments.

This expanded program and enlarged management team substantially increase the potential and strength of your Company.

Two new regions of operations were added in 1972 with acquisitions in the Province of Quebec and the State of Florida.

In 1972 we entered the Quebec market for the first time, starting the construction of a 250 room hotel in Quebec City to be leased to Commonwealth Holiday Inns, an 8 storey office building in Pointe Claire, and the purchase of 305 acres for a community development in a beautiful setting in the Town of Laval.

One thousand and fifty acres in Dade County near Miami, Florida, for future residential, commercial and industrial sites were purchased through a joint venture owned 50 percent by your Company.

2,135 acres in New Jersey and 2,575 acres in Edmonton were also added to our holdings in those regions and substantially increased our total inventory.

The Ontario region started new land and modular home developments in Ottawa and Orono, and the new phase of the Burlington joint venture in house building is progressing particularly well.

The Properties Division increased the tempo of their income properties operations substantially with the completion of shopping centres in Edmonton and Toronto, the start of a third in Medicine Hat scheduled for completion in August, 1973, and the opening of a neighbourhood shopping plaza in Markham in November, 1972.

Construction was started on the first of three apartment towers in Etobicoke in July. This project when completed will total 692 apartments. A 133-suite apartment building in Edmonton, and an 80,000-square foot office tower in Pointe Claire were the other income properties started in 1972.

The modular home production facilities commenced operations in March and shipped 403 completed homes before the year end. Results for nine months were exceptional, particularly considering that all start-up costs were written off. The ever-widening acceptance of the factory-built home indicates a solid growth of production in the coming year.

It has been a year of many changes and challenges for our management and employees and I acknowledge with apprection their loyalty, effort and achievements on your behalf.

On behalf of the Board

PRESIDENT

#### CONSOLIDATED BALANCE SHEET

DECEMBER 31

ASSETS	1972	1971
Cash	\$ 1,527,000	\$ 768,000
Receivables (note 2)	10,281,000	11,767,000
Manufacturing and other inventories at the lower of cost and estimated net realizable value	4,101,000	3,396,000
Land and houses under development (note 1)	43,498,000	14,123,000
Long-term leases (note 1)	10,623,000	11,388,000
Other investment (note 3)	2,380,000	1,788,000
Investment in joint ventures (note 1)	2,446,000	1,262,000
Income-producing properties at cost, less accumulated depreciation of \$676,000 (\$564,000 in 1971)	15,483,000	7,747,000
Fixed assets (note 4)	9,263,000	8,724,000
Other assets, at cost	793,000	329,000
On behalf of the Board G. J. Risby Director R. H. McIsaac Director		
	\$100,395,000	\$61,292,000

LIABILITIES AND SHAREHOLDERS' EQUITY	1972	1971
Bank indebtedness — secured (note 5)	\$ 12,877,000	\$ 6,356,000
Accounts payable and accrued liabilities including income taxes of \$777,000 in 1971  Deferred income taxes  Long-term debt (note 6)  5% convertible income debentures due 1979 (note 7)  Total liabilities	8,170,000 1,524,000 44,190,000 323,000 67,084,000	4,448,000 226,000 20,197,000 9,677,000 40,904,000
Shareholders' equity: Capital stock (note 8) Authorized: 7,500,000 shares without par value Issued and fully paid: 3,407,817 shares (2,469,757 in 1971)  Retained Earnings  Total shareholders' equity	13,433,000 19,878,000 33,311,000 \$100,395,000	4,058,000 16,330,000 20,388,000 \$61,292,000

#### CONSOLIDATED STATEMENT OF INCOME For the years ended December 31

	1972	1971
Revenue:		
Sales of land and houses		\$12,788,000
Rentals from income-producing properties		1,108,000
Manufacturing and other		18,171,000
Leasing, interest and other income	2,136,000	2,983,000
Gross revenue	35,315,000	35,050,000
Expenses:		
Cost of land and houses sold	7,743,000	5,231,000
Operating cost of income-producing properties		575,000
Manufacturing and other cost of sales		13,519,000
Selling and administrative	7,605,000	7,883,000
Interest:		
Long-term (including debt discount amortization)	1,793,000	1,851,000
Other	611,000	585,000
	29,936,000	29,644,000
Income before undernoted items	5,379,000	5,406,000
Income taxes	2,757,000	2,762,000
Income before extraordinary items (note 9)	2,622,000	2,644,000
Add extraordinary items:		
Income tax credits resulting from the application of loss		
carry-forwards (note 12)	1,582,000	2,019,000
Other (note 11)	26,000	375,000
Net income (note 9)	\$ 4,230,000	\$ 5,038,000
Depreciation, depletion and amortization included above	\$ 929,000	\$ 751,000

The accompanying notes are an integral part of the financial statements.

### CONSOLIDATED STATEMENT OF RETAINED EARNINGS For the years ended December 31

	1972	1971
Balance at beginning of the year	\$16,330,000	\$11,260,000
Add: Net income	4,230,000	5,038,000 218,000 47,000
	20,560,000	16,563,000
Less:  Dividends paid	682,000	
consolidated net assets at dates of acquisition		233,000
Balance at end of the year	\$19,878,000	\$16,330,000

#### CONSOLIDATED STATEMENT OF SOURCE AND USE OF FUNDS

For the years ended December 31

Sources of Funds	1972	1971
Operations Net income	\$ 4,230,000	\$5,038,000
Non-cash items included in net income:  Depreciation	929,000 58,000 1,298,000	751,000 63,000 568,000
	6,515,000	6,420,000
Capital stock issued net of debt conversion.  Lease principal payments received.  Increase (decrease) in long-term debt.  Increase (decrease) in other liabilities.  Decrease in other assets.	21,000 765,000 23,993,000 3,722,000 259,000 35,275,000	126,000 237,000 (2,260,000) (1,325,000) 2,965,000 6,163,000
Uses of Funds		
Increase of investments in: Land and houses under development. Joint ventures. Income-producing properties. Fixed assets. Other investment.	29,375,000 1,184,000 7,848,000 1,356,000 592,000	3,336,000 567,000 351,000 1,032,000 573,000
Dividends paid:	682,000	
	41,037,000	5,859,000
Increase (decrease) in bank indebtedness net of cash	5,762,000	( 304,000)
Bank indebtedness net of cash, beginning of year	5,588,000 \$11,350,000	5,892,000 \$5,588,000

The accompanying notes are an integral part of the financial statements.

#### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 1972

# 1. ACCOUNTING POLICIES AND STATEMENT PRESENTATION PRINCIPLES OF CONSOLIDATION

In the accompanying financial statements the accounts of all subsidiary companies have been consolidated with those of the Company with the exception of a 56% owned company which is treated as a joint venture and carried on the equity basis.

#### FOREIGN EXCHANGE

U.S. dollar assets and liabilities of the Company and its domestic subsidiaries have been translated into Canadian dollars at current rates of exchange except for long-term debt which has been translated at the average rate prevailing on the forward exchange contracts arranged for these obligations. The Company has purchased future U.S. funds to cover these U.S. debt obligations.

The accounts of U.S. subsidiaries and branches have been translated at current rates except for fixed assets and depreciation provisions which were translated at the historic rates prevailing at date of acquisition. Income and expenses (other than depreciation) were translated at the average exchange rate for the year.

The exchange adjustment for the year is not significant and has been included in selling and administrative expense.

#### MINORITY INTEREST

Minority interest is not material and has not been shown separately on the financial statements.

#### LEASING INCOME

The Company has used the financing method to account for the revenue from long-term leases of aircraft and other equipment. Under this method revenue is recognized in decreasing amounts over the years so as to reflect a constant return on the net investment in the equipment.

#### LAND AND HOUSES UNDER DEVELOPMENT

Land is carried at cost which includes interest and property taxes. Development expenses capitalized include all direct development expenditures and the pro rata share of the cost of community facilities, park dedications and school sites, but exclude general overhead.

Land sales are recognized and net income is recorded upon meeting the following criteria:

- (i) receipt of 15% in cash;
- (ii) commencement of interest on a sale agreement at a reasonable rate; and
- (iii) satisfaction of purchaser's financial stability.

Houses held for resale are carried at cost.

#### JOINT VENTURES

The Company has an interest in a number of joint ventures which are carried on an equity basis.

The Company's share of the revenues and expenses of the joint ventures is reflected throughout the consolidated statement of income.

#### COMPARATIVE FIGURES

Certain comparative figures for 1971 have been reclassified to conform with the 1972 presentation.

#### 2. RECEIVABLES

Included in the balance are mortgage loans of \$186,000 (\$371,527—1971) to certain senior officers in order to assist them in purchasing houses.

#### 3. OTHER INVESTMENT

This investment represents the cost of 608,482 common shares (439,500 in 1971) of Transair Limited, representing a 20% interest which has a quoted market value of \$1,856,000 at December 31, 1972 (\$1,362,000 at December 31, 1971). The dollar amounts do not necessarily represent the value of this holding which may be more or less than the amounts indicated by the market quotations.

#### 4. FIXED ASSETS

Fixed assets, at cost, consist of the following:

1972	1971
\$ 871,000	\$1,147,000
3,847,000	3,752,000
7,490,000	7,245,000
1,873,000	1,632,000
312,000	312,000
14,393,000	14,088,000
5,130,000	5,364,000
\$9,263,000	\$8,724,000
	\$ 871,000 3,847,000 7,490,000 1,873,000 312,000 14,393,000 5,130,000

#### 5. BANK INDEBTEDNESS

Assets having a book value in excess of the bank indebtedness have been pledged as collateral against this liability.

#### 6. LONG-TERM DEBT

Long-term debt consists of the following:	1972	1971
Great Northern Capital Corporation Limit	ed—	
5½% notes due 1973 to 1976		
(U.S. \$2,100,000 in 1972; U.S. \$2,600,000 in 1971)	\$ 2,151,000	\$ 2,663,000
6%—87 <sub>8</sub> % loans due 1973 to 1976	<b>4 -</b> ,,	, , ,
(U.S. \$4,469,000 in 1972;		
U.S. \$5,953,000 in 1971)	4,578,000	6,098,000
	6,729,000	8,761,000

#### 6. Long-Term Debt (cont'd.)

Subsidiary Companies—		
7½% provincial development loans	338,000	1,828,000
Mortgages-		
5% due 1973 to 1979	82,000	
6% due 1973 to 1974 (U.S. \$195,000	100.000	601,000
in 1972; \$242,000 in 1971)	196,000	001,000
6½% due 1973 to 1977	72,000	
(U.S. \$72,000 in 1972)	316,000	352,000
63/4% due 1973 to 1977		332,000
7% due 1973 to 1978 (U.S. \$4,950,000	9,207,000	4,136,000
in 1972; \$130,000 in 1971)	3,201,000	4,100,000
7½% due 1973 to 1976 (U.S. \$21,000 in 1971)	107,000	268,000
8% due 1973 to 1981		1,515,000
8½% due 1973 to 1977	2,110,000	2,020,000
(U.S. \$34,000 in 1972)	34,000	
8¾% due 1973 to 1975		
81/8% due 1973 to 1998	1,195,000	
9% due 1973 to 1982		
(U.S. \$500,000 in 1972)	6,663,000	959,000
9¼% due 1973 to 1977		
93/8% due 1973 to 1998		772,000
9½% due 1973 to 1998 (U.S. \$672,000		
in 1972; \$712,000 in 1971)		759,000
10% due to 1974		
(U.S. \$11,323,000 in 1972)	11,323,000	
12% due 1973	200,000	
Other (U.S. \$52,000 in 1972;		
\$111,000 in 1971)	782,000	246,000
	37,461,000	11,436,000
Γotal long-term debt	\$44,190,000	\$20,197,000
I Otal long-tolli debet		7-0,201,000

#### 6. Long-Term Debt (cont'd.)

Amounts due on repayment of long-term debt in each of the next five years are as follows:

1973	\$ 5,391,000	1976	\$3,276,000
1974	\$15,828,000	1977	\$1,640,000
1975	\$ 3.524.000		

The Company is required to apply to the repayment of the 51/2% notes, without premium, the sum of U.S. \$500,000 on December 1 in each of the years 1973 to 1975 inclusive, and U.S. \$600,000 on December 1, 1976. The Company may prepay the 51/2% notes at any time upon payment of a premium of 11/4% to November 30, 1973 decreasing 1/4% annually to November 30, 1976 and without premium thereafter.

The \$11,323,000 of 10% mortgages due in 1974 arose on a land acquisition in December, 1972 and will be refinanced before maturity.

#### 7. 5% CONVERTIBLE INCOME DEBENTURES

The debentures are convertible into common shares of the Company at the following prices: \$12.50 per share up to May 30, 1973; \$14.28 per share up to May 30, 1974; \$16.66 per share up to May 30, 1975 and \$20.00 per share up to May 15, 1979.

The debentures are redeemable at par at the option of the Company in whole or in part at any time before maturity on May 15, 1979.

#### 8. CAPITAL STOCK

Capital stock issued during the year consists of the following:

	Number of Shares	Total Consideration
Shares issued at \$10.00 and \$12.50 each on conversion of \$9,354,000 $5\%$ convertible income debentures of the Company	935,010	\$9,354,000
Shares issued for cash at \$7.00 each on exercise of share purchase warrants of Home Smith International Limited	500	4,000
Shares issued for a consideration of \$6.16 each in exchange for shares of Home Smith International Limited on a basis of one common share of the Company for each two common shares of Home Smith International Limited	50	
Shares issued under employee options @ \$6.86	2,500 938,060	17,000 \$9,375,000

In a prior year, the Company entered into a supplemental indenture with the holders of share purchase warrants of Home Smith International Limited. The supplemental indenture provides that the Company shall guarantee the performance of all Home Smith obligations under the original indenture and that the conversion privilege and right of purchase provided for under the indenture shall be exercisable in shares of the Company up to June 30, 1973 on the basis of one share of the Company for every two share purchase warrants plus \$7.00.

#### 8. Capital Stock (Cont'd.)

The Company has set aside 250,285 common shares for the following purposes:

purposes:	
Conversion of 5% convertible income debentures of the Company 25,808	8
Exercise of share purchase warrants of Home Smith International Limited 128,477	7
Stock option plan	0
250,28	5

During the year, the Company granted to senior officers options on 50,000 common shares at \$8.66 under the stock option plan. Options on 2,500 common shares were exercised during the year and options on 10,000 common shares expired. At the year end options are outstanding on 20,000 common shares at \$5.68, 5,000 at \$6.86 and 40,000 at \$8.66. These options are exercisable at varying dates expiring between February 1, 1974 and December 12, 1977.

9. EARNINGS PER SHARE	1972	1971
For the year after extraordinary items.	\$0.86 1.38	\$1.12 2.14
Fully diluted earnings per share (see (b) below)  Before extraordinary items  For the year after extraordinary items	$0.79 \\ 1.25$	0.89 1.57
(a) Based on the weighted average number of shares outstanding during the year.		

(b) In the above summary, the fully diluted figures reflect the income per share that would have existed if:

 (i) all the remaining 5% convertible income debentures had been converted into common shares at the applicable conversion price on January 1 in each of the years;

(ii) all the outstanding share purchase warrants of Home Smith International Limited had been exercised on January 1 in each of the years;

#### 9. Earnings Per Share (Cont'd.)

(iii) all stock options granted had been exercised on either January 1 in each of the years or date of issue if later. For the purpose of all calculations in (ii) and (iii) above, earnings of \$88,000 (\$80,000 in 1971) have been imputed at a rate of interest based on the current cost of the Company's bank borrowings.

#### 10. COMMITMENTS AND CONTINGENT LIABILITIES

(a) As at December 31, 1972 subsidary companies are contingently liable for discounted sale agreements and conditional sale contracts in the approximate amount of \$4,400,000 (\$3,700,000 in 1971) and mortgage loans in the approximate amount of \$250,000 (\$286,000 in 1971).

(b) In connection with joint ventures, the Company is contingently liable for all the indebtedness of joint ventures which approximates \$22,400,000 at December 31, 1972. Against this contingent liability the Company would have claims on the joint ventures' related assets which are primarily income-producing properties.

(c) At December 31, 1972 the Company is committed to expend further amounts of approximately \$7,000,000 on income-producing property projects and land development projects which are presently in progress and for which financing has been arranged.

#### 11. EXTRAORDINARY ITEMS-OTHER

#### 12. INCOME TAXES

The loss carry-forward tax credits shown on the accompanying consolidated statement of income became available as a result of the application of tax losses of the Company and certain subsidiaries. It is expected that through utilization of loss carry-forwards, further reductions of future income taxes otherwise payable of approximately \$3,400,000 will be available over the next few years.

#### 13. REMUNERATION OF DIRECTORS AND SENIOR OFFICERS

The total remuneration paid or payable by the Company and its subsidiaries to its directors and officers with respect to the year ended December 31, 1972 amounted to \$330,000.

#### AUDITORS' REPORT

To the Shareholders of Great Northern Capital Corporation Limited:

We have examined the consolidated balance sheet of Great Northern Capital Corporation Limited and its subsidiary companies as at December 31, 1972 and the consolidated statements of income, retained earnings, and source and use of funds for the year then ended. Our examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as we considered necessary in the circumstances.

In our opinion, these financial statements present fairly the financial position of the companies as at December 31, 1972 and the results of their operations and the sources and uses of their funds for the year then ended, in accordance with generally accepted accounting principles applied on a basis consistent with that of the preceding year.

Toronto, Canada February 15, 1973 CLARKSON, GORDON & CO. Chartered Accountants

#### LAND AND HOUSES UNDER DEVELOPMENT

CANADA	DESCRIPTION	No. of Acres	Book Value
Markham, Ontario Burlington, Ontario	A residential land development project to be completed in stages over the next 3-5 years.  A residential, commercial and industrial land development project to be completed in stages over 4-5 years.	161 339	\$ 579,000 1,392,000
Oakville, Ontario	A long range, total community concept land development project that is not yet under development.	1,038	6,492,000
Ottawa, Ontario Orono, Ontario	A GNC Homes housing project to be completed in 1973.  A GNC Homes housing project to be completed in 1973.	261 34	11,427,000 1.016.000
Edmonton, Alberta	A residential and commercial land development project to be completed in stages over the next 8-10 years.	2,807	719,000
Laval, Quebec Other	A newly-acquired residential land development project to be completed in stages over the next 4-5 years.	305	1,435,000 2,852,000
Total Canadian Land Inventory			25,912,000
UNITED STATES			
South Plainfield, New Jersey	A long range industrial land development project. This land was acquired in December, 1972.	63 591	1,688,000
South Brunswick, New Jersey Monroe, New Jersey	A long range industrial land development project. This land was acquired in December, 1972.  A long range residential, commercial and industrial land development project. This land was acquired in December, 1972.	1.481	5,332,000 7,413,000
Hemlock, Pennsylvania Other Total U.S. Land Inventory	A leisure property land development project that will be completed in stages over the next 3-5 years.	1,062	2,191,000 962,000 17,586,000
Total Land Inventory	The book value of \$43,498,000 includes development costs of \$8,100,000 and finished house inventory of \$3,500,000.		\$43,498,000

# JOINT VENTURES LAND AND HOUSES UNDER DEVELOPMENT

PROPERTY	LOCATION	DESCRIPTION	No. of Acres	GNC % Equity	Book Value
Headland Homes River Heights Dade County	Burlington, Ontario Saskatoon, Saskatchewan Miami, Florida	A residential housing project to be completed on 1973. A long range residential land development project. A long range total community concept land development project in	115 234	50% 55%	\$2,048,000 510,000
,	-land and houses under development (see pa	the pre-development stage. age 13*)		50%	8,370,000 \$10,928,000

### **INCOME-PRODUCING PROPERTIES**

PROPERTY	LOCATION	DESCRIPTION	No. of Square Feet	Book Value
Operating:				
Toronto Professional Building	Toronto, Ontario	15 storey office building	164,000	\$ 5,234,000
Eastgate Plaza	Edmonton, Alberta	Shopping Centre	189,000	3,545,000
Heritage Square Townhouses	Markham, Ontario	54 unit townhouse	65,000	965,000
Heritage Plaza	Markham, Ontario	Shopping Centre	15,000	484,000
Old Mill Restaurant	Etobicoke, Ontario	Restaurant	18,000	384,000
South Plainfield Building	South Plainfield, New Jersey	3 storey office building	45,000	1,395,000
	, , , , , , , , , , , , , , , , , , , ,	,		12,007,000
Inder Construction:				
Huntingwood Place	Etobicoke, Ontario	A 233 unit apartment building scheduled to open in 1973.	324.000	1,584,000
Southview Mall	Medicine Hat, Alberta	A shopping centre scheduled to open in 1973.	170.000	850.000
Pointe Claire	Pointe Claire, Quebec	An 8 storey office building scheduled to open in 1973.	80.000	895.000
Quebec City Hotel	Quebec City, Quebec	A 250 room Holiday Inn scheduled to open in 1974.	183,000	147.000
,		The second secon	,	3,476,000
				\$15.483.000

JOINT VENTURES	RTIES		No. of Square Feet		
Chinook Office Centre Galleria Development Limited Towers of Polo Park Westmount Apartment	Calgary, Alberta Toronto, Ontario Winnipeg, Manitoba Edmonton, Alberta	8 storey office building Shopping Centre—enclosed mall 15 storey residential—commercial building (203 suites) 14 storey apartment building (133 suites) to be completed	75,000 217,000 189,000	75% 56% 75%	\$ 2,085,000 6,572,000 3,990,000
Total Assets Income-producing Proper *Total assets—land and houses under		in 1973.	140,000	75%	2,539,000 15,186,000 10,928,000 26,114,000
LIABILITIES AND PARTNERS' Long-term debt Net other liabilities and assets Joint venture partners' equity GNC Investment in Joint Ventures	<b>EQUITY</b> Total joint venture liabilities and partners' equity				19,089 000 3,301,000 1,278,000 23,668,000 \$ 2,446,000

### GREAT NORTHERN CAPITAL CORPORATION LIMITED AND ITS SUBSIDIARY COMPANIES

### STATISTICAL REVIEW Five Year Summary (in Thousands of Canadian Dollars)

Income	1972	1971	1970	1969	1968
Gross revenue:					
Sales of land and houses	\$16,164	\$12,788	\$ 9,794	\$ 9,043	\$ 9,034
Rentals from income-producing properties	1,977	1,108	925	339	-
Manufacturing and other income	15,038	18,171	19,303	16,516	5,108
Leasing, interest and other income	2,136	2,983	2,396	734	732
Income before extraordinary items	2,622	2,644	1,033	693	2,054
Net income	4,230	5,038	3,234	2,230	3,822
Year-end Financial Position					
Total assets	100,395	61,292	58,595	42,902	19,305
Total shareholders' equity	33,311	20,388	14,613	11,372	8,335
Long-term debt	44,513	29,874	32,355	25,468	7,820
Ratio of long-term debt to shareholders' equity	1.3 to 1	1.5 to 1	2.2 to 1	2.2 to 1	.9 to 1
Amount per Share					
Earnings before extraordinary items*	0.86	1.12	0.44	0.30	0.9
Earnings after extraordinary items*	1.38	2.14	1.39	0.97	1.8
Cash flow from operations*	2.13	2.73	1.58	1.47	2.0
Shareholders' equity**	9.77	8.26	6.27	4.97	4.0
Fully diluted earnings before extraordinary items.	0.79	0.89	0.47	0.34	0.7
Fully diluted earnings after extraordinary items.	1.25	1.57	1.08	0.84	1.6
Dividends paid	0.20	_	_		_

<sup>\*</sup>based on weighted average number of shares outstanding during the year.

<sup>\*\*</sup>based on shares outstanding at end of the year.

#### DIRECTORS

A. L. Beattie, Q.C.

Osler, Hoskin & Harcourt

S R Horne

Investment Manager

Anmercosa Finance Limited

Toronto, Ontario

S. Kanee

President

Soo Line Mills (1969) Ltd.

Winnipeg, Manitoba

A. P. Murphy

Financial Consultant

Toronto, Ontario

\*R. H. McIsaac

President

Great Northern Capital Corporation Limited

Toronto, Ontario

\*G. F. H. Nelson

Surveyor Fund Inc.

New York, N.Y.

\*G. J. Risby

Vice President—Treasurer

Anglo American Corporation of Canada Limited

J. D. Taylor, Q.C.

Fasken & Calvin

Toronto, Ontario

\*R. M. Thomson

President

The Toronto-Dominion Bank

Toronto, Ontario

\*Member of Executive Committee

#### **OFFICERS**

R. H. McIsaac

President

C. D. Smith, P.Eng.

Senior Vice President

J. C. Davies, C.A.

Vice President—Properties

F. D. Dembinsky

Vice President—Industrials

J. K. McLaughlin, LL.B.

ecretary

R. R. Stone, C.A.

Treasurer

T. R. Ritson, C.A.

Director—Administration Services

#### REGISTRARS AND TRANSFER AGENTS:

Crown Trust Company

Toronto, Montreal, Calgary and Vancouver

The Bank of Nova Scotia Trust Co. of New York

#### LISTING

The Common Shares of the Company are listed on The Toronto Stock Exchange

#### AUDITORS:

Clarkson, Gordon & Co.—Toronto

#### VALUATION DAY

The Income Tax Act provides that gains and losses on the sale or disposal of most property, including securities, must be taken into account by taxpayers when computing taxable income for 1972. To help shareholders determine the amount of taxable capital gain or allowable capital loss for Great Northern Capital stock owned on December 31, 1972, and subsequently sold or otherwise disposed of, the Valuation Day fair market value is—88.75

#### DIRECTORY

#### GREAT NORTHERN CAPITAL CORPORATION LIMITED

123 Edward Street, Toronto, Ontario M5G 1G5

#### **GNC INDUSTRIES LIMITED**

Head Office:

123 Edward Street, Toronto, Ontario M5G 1G5.

#### GNC INDUSTRIES LIMITED

Brick Division and Diamond Clay Products Limited P.O. Box 248, No. 5 Highway, Burlington, Ontario.

#### **GNC HOMES**

B2100, Woodstock, Ontario.

#### HOME SMITH LIMITED

Head Office

123 Edward Street, Toronto, Ontario M5G 1G5.

#### HOME SMITH PROPERTIES LIMITED

Head Office and Regional Office—Ontario, 123 Edward Street, Toronto, Ontario M5G 1G5.

#### HOME SMITH PROPERTIES LIMITED

Regional Office—Quebec,

800 Dorchester Blvd. W., Montreal 101, Quebec.

#### HOME SMITH PROPERTIES LIMITED

Regional Office-Western Canada,

2410 McCauley Plaza, 10025 Jasper Avenue, Edmonton, Alberta.

#### HOME SMITH INTERNATIONAL LIMITED

Head Office:

123 Edward Street, Toronto, Ontario M5G 1G5.

#### HOME SMITH INTERNATIONAL LIMITED

U.S. Regional Office

222 Cedar Lane, Teaneck, New Jersey 07666, U.S.A.

#### HEMLOCK FARMS

Lords Valley,

Hawley, Pennsylvania, U.S.A.

#### LAKE IN THE CLOUDS

c/o Hemlock Farms,

Lords Valley,

Hawley, Pennsylvania, U.S.A.





